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UNITED STATES
BANKRUPTCY COURT
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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEVADA

In re

WASHINGTON GROUP
INTERNATIONAL, INC., et al.,
Debtors.

Case No. BK-N- 01-31627
(Chapter 11)

ORDER UNDER 11 U.S.C.
§§ 327(a) AND 329 AUTHORIZING
THE EMPLOYMENT AND RETENTION
OF SKADDEN, ARPS, SLATE,
MEAGHER & FLOM (ILLINOIS) AND
AFFILIATED LAW PRACTICE
ENTITIES AS ATTORNEYS FOR
THE DEBTORS

Hearing Date: May 14, 2001
Hearing Time: 1:00 p.m.

SCANNED

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3 Upon the motion, dated May 13, 2001 (the "Motion"),¹ of
4 the above-captioned debtors and debtors-in-possession (the
5 "Debtors"), for an order under 11 U.S.C. §§ 327(a) and 329,
6 authorizing each of the Debtors to employ and retain the law firm
7 of Skadden, Arps, Slate, Meagher & Flom (Illinois) and its
8 affiliated law practice entities (collectively, "Skadden, Arps")
9 as its attorneys effective the Petition Date; and upon the
10 Affidavit and Statement of David S. Kurtz (the "Kurtz
11 Affidavit"), a member of the firm of Skadden, Arps, Slate,
12 Meagher & Flom (Illinois) sworn to on May 13, 2001; and the Court
13 being satisfied with the representations made in the Application
14 and Kurtz Affidavit that said attorneys represent no interest
15 adverse to any of the Debtors' estates, that they are
16 "disinterested persons" as that term is defined under section
17 101(14) of the Bankruptcy Code, as modified by section 1107(b) of
18 the Bankruptcy Code, and that their employment is necessary and
19 would be in the best interests of each of the Debtors' estates;
20 and upon the record herein; and after due deliberation thereon;
21 and good and sufficient cause appearing therefor, it is hereby

22 ORDERED, ADJUDGED AND DECREED THAT:

23 1. The Application is GRANTED.

24 2. Pursuant to sections 327(a) and 329 of the
25 Bankruptcy Code, each of the Debtors, as a debtor-in-possession,

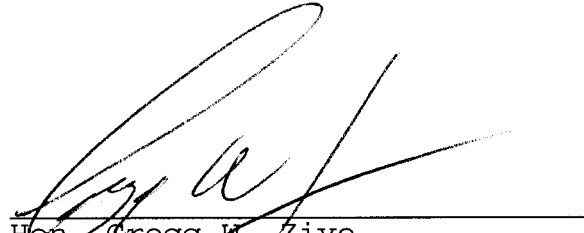
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28 ¹All capitalized terms not otherwise defined herein shall
have the meanings ascribed to them in the Motion.

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3 is authorized to employ and retain Skadden, Arps as its attorneys
4 to perform the services set forth in the Application.

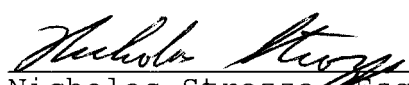
5 3. Skadden, Arps shall be compensated in accordance
6 with the procedures set forth in sections 330 and 331 of the
7 Bankruptcy Code and such Bankruptcy Rules and Local Rules as may
8 then be applicable, from time to time, and such procedures as may
9 be fixed by order of this Court.

10 4. Skadden, Arps is authorized to apply amounts
11 remaining in the Retainer to pay any fees, charges and
12 disbursements relating to services rendered to the Debtors prior
13 to the Petition Date that remain unpaid as of such date and may
14 retain the funds thereunder remaining in the Retainer for payment
15 of allowed fees and expenses as provided by order of this Court.

16 Dated: Reno, Nevada
17 May 14, 2001

18
19 
20 Hon. Gregg W. Zive
21 UNITED STATES BANKRUPTCY JUDGE

22 APPROVED/~~DISAPPROVED~~

23 
24 Nicholas Strozza Esq.
25 Office of the United States Trustee
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